

ROBBINS ARROYO LLP
 BRIAN J. ROBBINS (190264)
 brobbins@robbinsarroyo.com
 FELIPE J. ARROYO (163803)
 farroyo@robbinsarroyo.com
 SHANE P. SANDERS (237146)
 ssanders@robbinsarroyo.com
 KEVIN S. KIM (275200)
 kkim@robbinsarroyo.com
 600 B Street, Suite 1900
 San Diego, CA 92101
 Telephone: (619) 525-3990
 Facsimile: (619) 525-3991

*[Proposed] Co-Lead Counsel for Plaintiffs and
 Counsel for Plaintiffs Philip Ricciardi, Ernesto Espinoza,
 and The City of Birmingham Retirement and Relief System*

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

PHILIP RICCIARDI, Derivatively on Behalf of)
 HEWLETT-PACKARD COMPANY,)

Plaintiff,)

v.)

MICHAEL R. LYNCH, LÉO APOTHEKER,)
 MARGARET C. WHITMAN, CATHERINE A.)
 LESJAK, G. KENNEDY THOMPSON, RAJIV)
 L. GUPTA, SHUMEET BANERJI, GARY M.)
 REINER, JOHN H. HAMMERGREN, MARC)
 L. ANDREESSEN, RAYMOND J. LANE,)
 PATRICIA F. RUSSO, ANN M.)
 LIVERMORE, RALPH V. WHITWORTH,)
 SHANE V. ROBISON, LAWRENCE T.)
 BABBIO, JR., SARI M. BALDAUF,)
 DOMINIQUE SENEQUIER, DELOITTE LLP,)
 KPMG LLP, PERELLA WEINBERG)
 PARTNERS UK LLP, and BARCLAYS)
 CAPITAL,)

Defendants,)

-and-)

HEWLET-PACKARD COMPANY, a)
 Delaware corporation,)
 Nominal Defendant.)

Lead Case No. 3:12-cv-06003-CRB

[PROPOSED] ORDER
 CONSOLIDATING RELATED
 ACTIONS AND APPOINTING LEAD
 PLAINTIFF AND CO-LEAD COUNSEL

Judge: Hon. Charles R. Breyer
 Courtroom: 6, 17th Floor
 Date Action Filed: November 26, 2012
 Hearing Date: April 5, 2013
 Hearing Time: 10:00 a.m.

[Caption continued on following page.]

[PROPOSED] ORDER CONSOLIDATING RELATED ACTIONS AND APPOINTING LEAD PLAINTIFF AND
 CO-LEAD COUNSEL

1 ERNESTO ESPINOZA, Derivatively on Behalf
2 of HEWLETT-PACKARD COMPANY,

3 Plaintiff,

4 v.

5 MICHAEL R. LYNCH, LÉO APOTHEKER,
6 MARGARET C. WHITMAN, CATHERINE A.
7 LESJAK, JAMES T. MURRIN, G. KENNEDY
8 THOMPSON, RAJIV L. GUPTA, SHUMEET
9 BANERJI, GARY M. REINER, JOHN H.
10 HAMMERGREN, MARC L. ANDREESSEN,
11 RAYMOND J. LANE, PATRICIA F. RUSSO,
12 ANN M. LIVERMORE, RALPH V.
13 WHITWORTH, SHANE V. ROBISON,
14 LAWRENCE T. BABGIO, JR., SARI M.
15 BALDAUF, DOMINIQUE SENEQUIER,
16 DELOITTE LLP, KPMG LLP, PERELLA
17 WEINBERG PARTNERS UK LLP, and
18 BARCLAYS CAPITAL,

19 Defendants,

20 -and-

21 HEWLETT-PACKARD COMPANY, a
22 Delaware corporation,

23 Nominal Defendant.

24 [Caption continued on following page.]

) Case No. 3:12-cv-06025-CRB

) Judge: Hon. Charles R. Breyer

) Courtroom: 6, 17th Floor

) Date Action Filed: November 26, 2012

) Hearing Date: April 5, 2013

) Hearing Time: 10:00 a.m.

25 [PROPOSED] ORDER CONSOLIDATING RELATED ACTIONS AND APPOINTING LEAD PLAINTIFF AND
26 CO-LEAD COUNSEL

Plaintiffs,

LÉO APOTHEKER; MICHAEL R. LYNCH;
SHANE V. ROBISON; CATHERINE A.
LESJA; MARC L. ANDREESSEN;
SHUMEET BANERJI; RAJIV L. GUPTA;
JOHN H. HAMMERGREN; RAYMOND J.
LANE; ANN M. LIVERMORE; GARY M.
REINER; PATRICIA F. RUSSO; G.
KENNEDY THOMPSON; MARGARET C.
WHITMAN; RALPH V. WHITWORTH;
LAWRENCE T. BABBIO, JR.; DOMINIQUE
SENEQUIER; KPMG LLP; DELOITTE LLP;
and DOES 1 through 20, inclusive,

Defendants,

-and-

HEWLETT-PACKARD COMPANY,

Nominal Defendant.

Judge: Hon. Charles R. Breyer
Courtroom: 6, 17th Floor
Date Action Filed: November 26, 2012

Hearing Date: April 5, 2013
Hearing Time: 10:00 a.m.

[Caption continued on following page.]

MARTIN BERTISCH, derivatively on Behalf
of HEWLETT-PACKARD COMPANY,

Plaintiff,

v.

LÉO APOTHEKER, CATHERINE A.
LESJAK, MARC L. ANDREESSEN,
LAWRENCE T. BABBIO, JR., SARI M.
BALDAUF, SHUMEET BANERJI, RAJIV L.
GUPTA, JOHN H. HAMMERGREN,
RAYMOND J. LANE, ANN M. LIVERMORE,
GARY M. REINER, PATRICIA F. RUSSO,
DOMINIQUE SENEQUIER, G. KENNEDY
THOMPSON, MARGARET C. WHITMAN,
RALPH V. WHITWORTH, MICHAEL R.
LYNCH, JAMES T. MURRIN, SHANE V.
ROBISON, KPMG LLP, PERELLA
WEINBERG, and BARCLAYS CAPITAL,

Defendants,

-and-

HEWLETT-PACKARD COMPANY, a
Delaware corporation,

Nominal Defendant.

Case No. 3:12-cv-06123-CRB

Judge: Hon. Charles R. Breyer

Courtroom: 6, 17th Floor

Date Action Filed: November 26, 2012

Hearing Date: April 5, 2013

Hearing Time: 10:00 a.m.

[Caption continued on following page.]

[PROPOSED] ORDER CONSOLIDATING RELATED ACTIONS AND APPOINTING LEAD PLAINTIFF AND
CO-LEAD COUNSEL

THE CITY OF BIRMINGHAM
RETIREMENT AND RELIEF SYSTEM,
Derivatively and on Behalf of HEWLETT
PACKARD COMPANY,

Plaintiff,

V.

LEO APOTHEKER, MICHAEL LYNCH,
CATHERINE A. LESJACK, JAMES
MURRIN, SHANE ROBISON, MARC
ANDREESEN, SHUMEET BANDERJI,
RAJIV GUPTA, JOHN HAMMERGREN,
RAYMOND LANE, ANN LIVERMORE,
GARY REINER PATRICIA RUSSO, G.
KENNEDY THOMPSON, MARGARET
WHITMAN, RALPH WHITWORTH, SARI
BALDAUF, DOMINIQUE SENEQUIER,
LAWRENCE BABBIO, JR., DELOITTE LLP,
PERELLA WEINBERG PARTNERS UK LLP,
and BARCLAYS CAPITAL,

Defendants,

and

HEWLETT-PACKARD COMPANY,

Nominal Defendant.

[Caption continued on following page.]

Case No. 3:12-cv-06416-CRB

Judge: Hon. Charles R. Breyer

Courtroom: 6, 17th Floor

Date Action Filed: November 26, 2012

Hearing Date: April 5, 2013

Hearing Time: 10:00 a.m.

[PROPOSED] ORDER CONSOLIDATING RELATED ACTIONS AND APPOINTING LEAD PLAINTIFF AND
CO-LEAD COUNSEL

JOSEPH TOLA, Derivatively on Behalf of
HEWLETT-PACKARD COMPANY,

Plaintiff,

v.

MICHAEL R. LYNCH, LÉO APOTHEKER,
MARGARET C. WHITMAN, CATHERINE A.
LESJAK, JAMES T. MURRIN, G. KENNEDY
THOMPSON, RAJIV L. GUPTA, SHUMEET
BANERJI, GARY M. REINER, JOHN H.
HAMMERGREN, MARC L. ANDREESSEN,
RAYMOND J. LANE, PATRICIA F. RUSSO,
ANN M. LIVERMORE, RALPH V.
WHITWORTH, SHANE V. ROBISON,
LAWRENCE T. BABGIO, JR., SARI M.
BALDAUF, DOMINIQUE SENEQUIER,
DELOITTE LLP, KPMG LLP, PERELLA
WEINBERG PARTNERS UK LLP, and
BARCLAYS CAPITAL SECURITIES LTD.,

Defendants,

-and-

HEWLETT-PACKARD COMPANY, a
Delaware corporation,

Nominal Defendant.

[Caption continued on following page.]

Case No. 3:12-cv-06423-CRB

Judge: Hon. Charles R. Breyer

Courtroom: 6, 17th Floor

Date Action Filed: November 26, 2012

Hearing Date: April 5, 2013

Hearing Time: 10:00 a.m.

[PROPOSED] ORDER CONSOLIDATING RELATED ACTIONS AND APPOINTING LEAD PLAINTIFF AND
CO-LEAD COUNSEL

STANLEY MORRICAL,

Plaintiff,

V.

MARGARET C. WHITMAN; LÉO
APOTHEKER; RAYMOND J. LANE; MARC
L. ANDREESSEN; SHUMEET BANERJI;
RAJIV L. GUPTA; JOHN H.
HAMMERGREN; ANN M. LIVERMORE;
GARY M. REINER; PATRICIA F. RUSSO;
G. KENNEDY THOMPSON; RALPH V.
WHITWORTH; LAWRENCE T. BABBIO,
JR.; SARI. M. BALDAUF; DOMINIQUE
SENEQUIER; BARCLAYS INVESTMENT
BANK; PERELLA WEINBERG PARTNERS
LP; and KPMG LLP

Defendants,

-and-

HEWLETT-PACKARD COMPANY.

Nominal Defendant.

Case No. 3:12-cv-06434-CRB

Judge: Hon. Charles R. Breyer
Courtroom: 6, 17th Floor
Date Action Filed: November 26, 2012

Hearing Date: April 5, 2013

Hearing Time: 10:00 a.m.

[PROPOSED] ORDER CONSOLIDATING RELATED ACTIONS AND APPOINTING LEAD PLAINTIFF AND
CO-LEAD COUNSEL

The Court, having considered the Motion to Consolidate Related Actions and Appoint Lead Plaintiff and Co-Lead Counsel ("Motion") filed by plaintiffs Philip Ricciardi, Ernesto Espinoza, and The City of Birmingham Retirement and Relief System ("Plaintiffs"), and all papers submitted thereon and good cause appearing, HEREBY ORDERS:

1. Plaintiffs' Motion is GRANTED.

2. The following actions are hereby consolidated for all purposes, including pre-trial proceedings and trial, under Lead Case No. 3:12-cv-06003-CRB, (collectively "Consolidated Action"), pursuant to Rule 42(a) of the Federal Rules of Civil Procedure:

Case Name	Case Number	Date Filed
<i>Ricciardi v Lynch et al.</i>	3:12-cv-06003-CRB	11/26/2012
<i>Espinoza v Lynch et al.</i>	3:12-cv-06025-CRB	11/27/2012
<i>Bascheri v Apotheker et al.</i>	3:12-cv-06091-CRB	11/30/2012
<i>Bertisch v Apotheker et al.</i>	3:12-cv-06123-CRB	12/3/2012
<i>The City of Birmingham Retirement and Relief System v Apotheker et al.</i>	3:12-cv-06416-CRB	12/18/2012
<i>Tola v Lynch et al.</i>	3:12-cv-06423-CRB	12/18/2012
<i>Morriscal v Whitman et al.</i>	3:12-cv-06434-CRB	12/19/2012

3. Every pleading filed in this Consolidated Action, or in any separate action included herein, shall bear the following caption:

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

IN RE HEWLETT PACKARD COMPANY SHAREHOLDER DERIVATIVE LITIGATION <hr/> This Document Relates To: ALL ACTIONS.) Lead Case No. 3:12-cv-06003-CRB)) (Consolidated with: 3:12-cv-06025-CRB;) 3:12-cv-06091-CRB; 3:12-cv-06123-) CRB; 3:12-cv-06416-CRB; 3:12-cv-) 06423-CRB; 3:12-cv-06434-CRB)))
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- 1 -

[PROPOSED] ORDER CONSOLIDATING RELATED ACTIONS AND APPOINTING LEAD PLAINTIFF AND
CO-LEAD COUNSEL

Case Nos. 3:12-cv-06003-CRB; 3:12-cv-06025-CRB; 3:12-cv-06091-CRB; 3:12-cv-06123-CRB; 3:12-cv-06416-
CRB; 3:12-cv-06423-CRB; 3:12-cv-06434-CRB

1 4. All papers filed in connection with the Consolidated Action will be filed and
2 maintained in one file under Lead Case No. 3:12-cv-06003-CRB.

3 5. This Order shall apply to each shareholder derivative action on behalf of Hewlett
4 Packard Company arising out of the same, or substantially the same, transactions or events as
5 these cases, which is subsequently filed in, remanded to, reassigned to, or transferred to this
6 Court. Any such subsequently filed action shall be automatically consolidated into this action.

7 6. Plaintiffs shall, within forty-five (45) days following the entry of order to serve
8 and file a consolidated complaint or designate a previously-filed complaint as the operative
9 complaint, which will supersede all existing complaints filed in these actions. Defendants need
10 not respond to any of the pre-existing complaints. Service shall be effected with respect to any
11 named defendant by serving the consolidated complaint on that defendant's counsel.

12 7. Defendants shall, within forty-five (45) days following the filing of a consolidated
13 complaint, file a response(s) to the operative complaint or consolidated shareholder derivative
14 complaint.

15 8. In the event that Defendants file any motions directed at the operative complaint
16 or consolidated complaint, the opposition and reply briefs shall be filed within forty-five (45)
17 and twenty (20) days, respectively, of the motions.

18 9. The City of Birmingham Retirement and Relief System is appointed Lead
19 Plaintiff for the conduct of this Consolidated Action.

20 10. The Co-Lead Counsel for plaintiffs for the conduct of this Consolidated Action
21 shall be:

22 **ROBBINS ARROYO LLP**
23 BRIAN J. ROBBINS
24 FELIPE J. ARROYO
25 SHANE P. SANDERS
26 KEVIN S. KIM
27 600 B Street, Suite 1900
28 San Diego, CA 92101
 Telephone: (619) 525-3990

Facsimile: (619) 525-3991
brobbins@robbinsarroyo.com
farroyo@robbinsarroyo.com
ssanders@robbinsarroyo.com
kkim@robbinsarroyo.com

SAXENA WHITE P.A.

Joseph E. White, III
Lester R. Hooker
2424 North Federal Highway, Suite 257
Boca Raton, FL 33431
Telephone: (561) 394-3399
Facsimile: (561) 394-3382
jwhite@saxenawhite.com
lhooker@saxenawhite.com

11. Plaintiffs' Co-Lead Counsel shall have the sole authority to speak for plaintiffs in all matters regarding pre-trial procedure, trial, and settlement negotiations and shall make all work assignments in such manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort.

12. Plaintiffs' Co-Lead Counsel will be responsible for coordinating all activities and appearances on behalf of plaintiffs. No motion, request for discovery, or other pre-trial or trial proceedings will be initiated or filed by any plaintiffs except through Plaintiffs' Co-Lead Counsel.

13. Plaintiffs' Co-Lead Counsel shall be available and responsible for communications to and from this Court, including distributing orders and other directions from the Court to counsel. Plaintiffs' Co-Lead Counsel shall be responsible for creating and maintaining a master service list of all parties and their respective counsel.

14. Defendants' counsel may rely upon all agreements made with plaintiffs' Co-Lead Counsel, or other duly authorized representative of plaintiffs' Co-Lead Counsel, and such agreements shall be binding on plaintiffs.

15. When a case which properly belongs as part of the *In re Hewlett Packard Company Shareholder Derivative Litigation*, Lead Case No. 3:12-cv-06003-CRB, is hereafter filed in the Court, reassigned to the Court, or transferred here from another court, this Court requests

1 the assistance of counsel in calling to the attention of the clerk of the Court the filing,
2 reassignment, or transfer of any case which might properly be consolidated as part of *In re*
3 *Hewlett Packard Company Shareholder Derivative Litigation*, Lead Case No. 3:12-cv-06003-CRB,
4 and counsel are to assist in assuring that counsel in subsequent actions receive notice of this
5 Order.

6 **IT IS SO ORDERED.**

7
8 DATED: _____

THE HONORABLE CHARLES R. BREYER
JUDGE OF THE DISTRICT COURT

9
10 Respectfully submitted,

11 ROBBINS ARROYO LLP
12 SHANE P. SANDERS (237146)

13
14 /s/Shane P. Sanders
SHANE P. SANDERS

15 600 B Street, Suite 1900
16 San Diego, CA 92101
17 Telephone: (619) 525-3990
Facsimile: (619) 525-3991

18 *[Proposed] Co-Lead Counsel for Plaintiffs and*
19 *Counsel for Plaintiffs Philip Ricciardi, Ernesto*
Espinoza, and The City of Birmingham
Retirement and Relief System

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